

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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MARK J. KWOKA, et al.,

Plaintiffs,

-v-

DIANE DANGELO,

Defendant.

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24-CV-2246 (AS)

ORDER

ARUN SUBRAMANIAN, United States District Judge:

Plaintiffs Mark J. Kwoka and Esme Private Label LLC bring this action against Diane D’Angelo, invoking the Court’s subject matter jurisdiction on the ground of diversity of citizenship. *See* 28 U.S.C. § 1332. Plaintiffs allege that Esme Private Label LLC is a “New York domestic limited liability company with its principal place of business located in [New York].” Compl. ¶ 2


It is well established that a limited liability company (“LLC”) is deemed to be a citizen of each state of which its members are citizens. *See, e.g., Handelsman v. Bedford Vill. Assocs. L.P.*, 213 F.3d 48, 51-52 (2d Cir. 2000); *see also Altissima Ltd. v. One Niagara LLC*, No. 08-CV-756S(M), 2010 WL 3504798, at *2 (W.D.N.Y. Sept. 2, 2010) (noting that every other Court of Appeals to have considered LLC citizenship has held that an LLC has the citizenship of all of its members). Thus, a complaint premised upon diversity of citizenship must allege the citizenship of natural persons who are members of an LLC and the place of incorporation and principal place of business of any corporate entities that are members of the LLC (including the citizenship of any members of the LLC that are themselves LLCs). *See Handelsman*, 213 F.3d at 51-52; *see also*,

e.g., In re Bank of Am. Corp. Sec., Derivatives, and ERISA Litig., 757 F. Supp. 2d 260, 334 n.17 (S.D.N.Y. 2010).

Accordingly, it is hereby ORDERED that, on or before April 3, 2024, Plaintiffs shall amend their Complaint to allege the citizenship of each constituent person or entity comprising Esme Private Label LLC. If, by that date, Plaintiffs are unable to amend the Complaint to truthfully allege complete diversity of citizenship, then the Complaint will be dismissed for lack of subject matter jurisdiction without further notice to either party.

SO ORDERED.

Dated: March 27, 2024
New York, New York


ARUN SUBRAMANIAN
United States District Judge